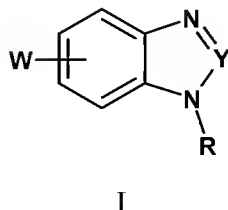


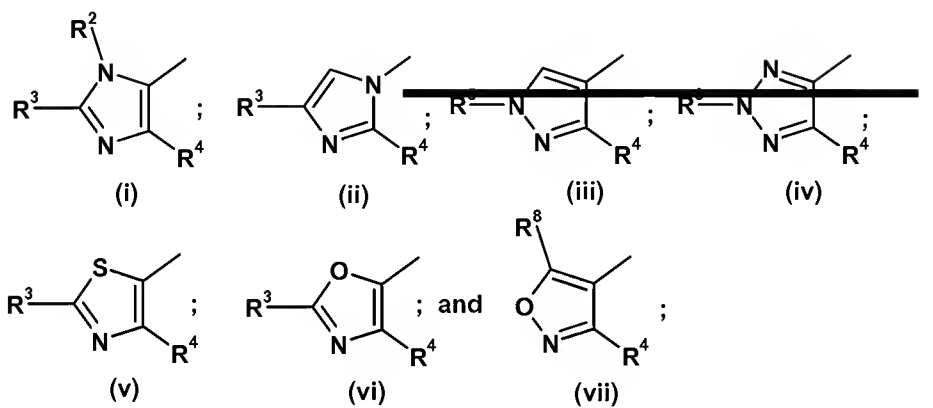
Amendments to the Claims

Claim 1 (Currently amended): A compound of Formula I:



where:

W is a ring selected from the group consisting of:



Y is N or C-R¹;

R is C₁-C₈ alkyl, C₃-C₆ cycloalkyl, (C₁-C₄ alkylene)-(C₃-C₆ cycloalkyl), SO₂R⁷, phenyl, or benzyl optionally substituted on the phenyl ring with one or two substituents selected from halo;

R¹ is hydrogen, amino, or methyl;

R² is hydrogen, C₁-C₆ alkyl, or C₃-C₆ cycloalkyl;

R³ is hydrogen, C₁-C₆ alkyl, C₃-C₆ cycloalkyl, trifluoromethyl, or phenyl optionally substituted with one or two substituents independently selected from the group consisting of halo, trifluoromethyl, (C₁-C₆ alkyl)thio, 1-(pyrrolidin-1-yl)eth-2-oxy, and 1-(piperidin-1-yl)eth-2-oxy; or

R² and R³ taken together form either the group -(CH₂)_n- where n is 2 or 3 or the group -CH=CH-;

R⁴ is phenyl optionally substituted with one or two substituents independently selected from the group consisting of halo and trifluoromethyl;

R^5 is hydrogen, C_1 - C_6 alkyl, C_3 - C_6 cycloalkyl, or phenyl optionally substituted with one or two substituents independently selected from the group consisting of halo, trifluoromethyl, (C_1 - C_6 alkyl)thio, 1-(pyrrolidin-1-yl)eth-2-oxy, and 1-(piperidin-1-yl)eth-2-oxy;

R^6 is hydrogen or ethoxymethyl;

R^7 is C_1 - C_4 alkyl, C_3 - C_6 cycloalkyl, or dialkylamino where each alkyl group is independently selected from C_1 - C_4 alkyl;

R^8 is hydrogen or C_1 - C_4 alkyl;

provided that:

(a) when W is (i), then at least one of R^2 and R^3 is hydrogen or methyl; and

(b) R may be SO_2R^7 only when either W is isoxazole (vii) or Y is N, or R may be SO_2R^7 when both W is isoxazole (vii) and Y is N;

or a pharmaceutically acceptable salt thereof.

Claim 2 (Currently amended): A compound of Claim 1, where W is a ring of formula (i) ~~or (iii)~~.

Claim 3 (Original): A compound of Claim 2, where Y is $C-R^1$ and R^1 is amino.

Claim 4 (Original): A compound of Claim 3, where R is C_1 - C_8 alkyl.

Claim 5 (Currently amended): A pharmaceutical formulation comprising a compound ~~of any of Claims 1-4~~ Claim 1 in combination with a pharmaceutically acceptable carrier, diluent or excipient.

Claims 6-7 (canceled)